

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF WEST VIRGINIA**

In re)
) Chapter 11
JAMES F. HUMPHREYS &)
ASSOCIATES, L.C.) Case No. 16-20006
)
Debtor)

**APPLICATION TO EMPLOY AND RETAIN TUCKER ARENSBERG, P.C., AS
COUNSEL FOR THE DEBTOR-IN-POSSESSION PURSUANT TO
11 U.S.C. §§ 327(a) AND 329 EFFECTIVE AS OF THE PETITION DATE**

James F. Humphreys & Associates, L.C., (the “Debtor”), by and through its undersigned counsel, hereby applies (the “Application”) to this Honorable Court for entry of an order under Sections 327(a) and 329 of Title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (as amended; hereinafter the “Bankruptcy Code”), authorizing the employment and retention of Tucker Arensberg, P.C. (“Tucker Arensberg”) as counsel for the Debtor as of the Petition Date (as defined below). In support of this Application, the Debtor relies on the verified declaration of Judith K. Fitzgerald (the “Declaration”), a copy of which is attached hereto as Exhibit A. In further support of this Application, the Debtor respectfully states as follows:

I. JURISDICTION AND VENUE

1. This Court has jurisdiction to consider this Application under 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue is proper under 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief requested herein are sections 327(a) and 329 of the Bankruptcy Code, Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rules 2014-1 and 2016-1 of the Local

Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of West Virginia (the “Local Rules”).

II. BACKGROUND

3. The Debtor is engaged principally in the business of providing experienced and compassionate legal representation to injury victims and their families primarily in West Virginia. The Debtor’s attorneys are licensed in West Virginia, Ohio, Kentucky, and Washington, D.C., and the Debtor has the ability to represent its clients in region-wide litigation.

4. On January 13, 2016 (the “Petition Date”) and contemporaneous with the filing of this Application, the Debtor filed a voluntary petition in this Court for relief under Chapter 11 of the Bankruptcy Code.

5. The Debtor continues to operate its business as a debtor-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

6. No trustee or examiner has been appointed in this Chapter 11 case and no committee has been appointed or designated.

III. RETENTION OF TUCKER ARENSBERG, P.C.

7. By this Application, the Debtor seeks to employ and retain Tucker Arensberg as its counsel in this bankruptcy case and for all related matters, effective as of the Petition Date. Accordingly, the Debtor respectfully requests the entry of an order pursuant to sections 327(a) and 329 of the Bankruptcy Code authorizing it to employ and retain Tucker Arensberg as its counsel to perform the legal services that will be necessary during its Chapter 11 case as more fully described below.

8. The Debtor seeks to retain Tucker Arensberg as its counsel because of Tucker

Arensberg's experience and expertise in the field of business reorganizations under Chapter 11 of the Bankruptcy Code and its ability to respond quickly to the multitude of legal issues that may arise in this case. The Debtor submits that Tucker Arensberg is both well-qualified and uniquely able to represent it in this case in an efficient and timely manner. Tucker Arensberg has substantial experience in the area of mass tort asbestos claims in bankruptcy as well as trusts and other complex issues in the bankruptcy context. Tucker Arensberg's retention is in the best interest of the Debtor and the estate.

9. Subject to Court approval under section 330(a) of the Bankruptcy Code, compensation will be payable to Tucker Arensberg on an hourly basis, plus reimbursement of actual, necessary expenses and other charges incurred by Tucker Arensberg. The hourly rates charged by Tucker Arensberg are consistent with the rates charged in comparable non-bankruptcy matters and are subject to periodic adjustments to reflect economic and other conditions.

10. Tucker Arensberg's hourly rates vary with the experience and seniority of the individuals assigned and may be adjusted by Tucker Arensberg from time to time. Tucker Arensberg's current customary hourly rates for the individuals expected to participate in these cases range from \$175 to \$550. It is Tucker Arensberg's policy to charge its clients in all areas of practice for all expenses incurred in connection with a client's case. The expenses routinely charged to clients include, among other things, photocopying, witness fees, travel expenses, filing and recording fees, long distance telephone calls, postage, express mail and messenger charges, computerized legal research charges and other computer services, expenses for working meals and telecopier charges. Tucker Arensberg will charge the Debtor for these expenses in a manner and at rates consistent with charges

made generally to its other clients.

11. The professional services that Tucker Arensberg will render to the Debtor may include, but shall not be limited to, the following:

- a. advising the Debtor with respect to its powers and duties as a debtor in possession in the continued management and operation of its business and properties;
- b. attending meetings and negotiating with representatives of creditors and other parties-in-interest;
- c. taking actions to protect and preserve the Debtor's estate;
- d. preparing on behalf of the Debtor all motions, applications, answers, orders, reports, and papers necessary to the administration of the estate;
- e. negotiating and preparing on the Debtor's behalf any plan(s) of reorganization, disclosure statement(s), and all related agreements and/or documents, and take any necessary action on behalf of the Debtor to obtain confirmation of such plan(s);
- f. representing the Debtor in connection with post-petition financing;
- g. advising the Debtor in connection with any potential sale of assets;
- h. representing the Debtor in adversary proceedings, if any, filed in this case;
- i. appearing before this Court, any appellate courts, and the United States Trustee and protecting the interests of the Debtor's estate before such courts and the United States Trustee;
- j. consulting with the Debtor regarding non-bankruptcy disciplines of law such as, by way of example only, tax, labor and employment, real estate, corporate finance, securities, and certain litigation matters; and
- k. performing all other necessary legal services and provide all other necessary legal advice to the Debtor in connection with this Chapter 11 case.

12. Tucker Arensberg understands that the Debtor intends to retain other professionals during the term of the engagement and agrees to work cooperatively with such professionals to integrate any respective work conducted by the professionals on behalf of the Debtor. Tucker Arensberg has assured the Debtor that it will work closely with its

professionals and will avoid duplication of services being provided by other professionals.

13. Except as set forth in the Declaration, to the best of the Debtor's knowledge, Tucker Arensberg: (a) does not have any connection with the Debtor, its affiliates, its creditors, the United States Trustee, any person employed in the Office of the United States Trustee, or any other party in interest, or its respective attorneys and accountants; (b) is a "disinterested person," as that term is defined in section 101(14) of the Bankruptcy Code; and (c) does not hold or represent any interest adverse to the Debtor's estate.

14. Tucker Arensberg intends to apply to the Court for allowance of compensation and reimbursement of expenses in accordance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, orders of this Court, and the Fee Guidelines promulgated by the Executive Office of the United States Trustee (the "Fee Guidelines"). All attorneys who will be rendering services on behalf of the Debtor will maintain billing records setting forth complete and detailed activity descriptions, including a time allotment billed in increments of one-tenth of an hour. Each activity will include a description of the type and subject matter of the activity undertaken.

15. The Debtor, subject to the provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules of the United States Bankruptcy Court for the Southern District of West Virginia (the "Local Rules"), orders of this Court, and the Fee Guidelines, proposes to pay Tucker Arensberg, LC its customary hourly rates in effect from time to time as set forth in this Application and submits that such rates are reasonable.

16. Prior to the Petition Date, Tucker Arensberg received a retainer of \$50,000 (the "Retainer"). The Retainer was applied to invoices for services rendered in contemplation

of this Case and reimbursement of related costs and expenses incurred by Tucker Arensberg on behalf of the Debtor. After payment for pre-petition services, the balance of the Retainer held by Tucker Arensberg is \$22,369. The Retainer shall be used to pay the initial filing fee for this Chapter 11 case and shall serve as security for the payment of all unpaid post-petition fees and expenses owed to Tucker Arensberg by the Debtor, as may be further ordered by the Court in accordance with the Application.

17. No previous request for the relief sought herein has been made to this Court or any other court.

WHEREFORE, the Debtor prays that this Honorable Court enter an order authorizing the employment of Tucker Arensberg, P.C., upon the terms set forth in this Application and as proposed in Exhibit B, and granting such other and further relief as is just and proper.

Respectfully Submitted,

/s/ Danielle L. Dietrich

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Judith K. Fitzgerald, Esquire*
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Counsel for the Debtor

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CERTIFICATE OF SERVICE

I, Danielle L. Dietrich, do hereby certify that Tucker Arensberg, P.C., has served on this 13th day of January, 2016, the “Application to Employ and Retain Tucker Arensberg, P.C., as Counsel for the Debtor-In-Possession Pursuant to 11 U.S.C. §§ 327(a) and 329 Effective as of the Petition Date” upon the following by depositing true and exact copies thereof in the United States Mail, first class postage prepaid:

OFFICE OF THE UNITED STATES TRUSTEE	300 VIRGINIA STREET, EAST	ROOM 2025	CHARLESTON	WV	25301
JAMES F. HUMPHREYS	10 HALE STREET, SUITE 400		CHARLESTON	WV	25301
DIXON HUGHES GOODMAN, LLP	48 DONLEY STREET, #600		MORGANTOWN	WV	26501
US DEPARTMENT OF THE TREASURY, INTERNAL REVENUE SERVICE	P.O. BOX 7346		PHILADELPHIA	PA	19101-7436
CENTRALIZED INSOLVENCY OPERATION, INTERNAL REVENUE SERVICE	P.O. BOX 21126		PHILADELPHIA	PA	19114
WV DEPARTMENT OF TAX & REVENUE, BANKRUPTCY UNIT	P.O. BOX 766		CHARLESTON	WV	25323-0766
CITY OF CHARLESTON OFFICE OF THE CITY COLLECTOR	915 QUARRIER STREET #4		CHARLESTON	WV	25301
KANAWHA COUNTY SHERIFF'S TAX OFFICE	409 VIRGINIA STREET, EAST		CHARLESTON	WV	25301
WEST VIRGINIA STATE TAX DEPARTMENT	1001 LEE STREET EAST		CHARLESTON	WV	25323
US BANK N.A.	1850 OSBORN AVENUE		OSHKOSH	WI	54902
UNITED BANK	500 VIRGINIA STREET, EAST		CHARLESTON	WV	25301
CITY NATIONAL BANK OF WEST VIRGINIA	10 HALE STREET		CHARLESTON	WV	25301
SHUMAN, MCCUSKEY & SLICER	P.O. BOX 3953		CHARLESTON	WV	25339
ONE BRIDGE PLACE ASSOCIATES LTD	10 HALE STREET		CHARLESTON	WV	25301
REAL ESTATE RESOURCES INC.	PO BOX 1085		CHARLESTON	WV	25324
NETJETS AVIATION	PO BOX 933300		ATLANTA	GA	31193
US PREMIUM FINANCE	PO BOX 630035		CINCINNATI	OH	45263

HIGHMARK OF WV	PO BOX 382153		PITTSBURGH	PA	15251
THOMSON ELITE	800 CORPORATE POINTE	SUITE 150	CULVER CITY	CA	90230
AAJ	777 6TH STREET, NW	SUITE 200	WASHINGTON	DC	20001
CITY OF CHARLESTON TAXES & FEES	PO BOX 7786		CHARLESTON	WV	25356
KOMAX BUSINESS SYSTEMS	500 D STREET		SOUTH CHARLESTON	WV	25303
CITY OF CHARLESTON	PO BOX 7786		CHARLESTON	WV	25356
ORION LAW MANAGEMENT	1827 POWERS FERRY ROAD		ATLANTA	GA	30339
UPS	PO BOX 7247-0244		PHILADELPHIA	PA	19170
LUMOS	PO BOX 11171		CHARLESTON	WV	25339
AT&T MOBILITY	PO BOX 6463		CAROL STREAM	IL	60197
CHASE CARD SERVICES	PO BOX 15153		WILMINGTON	DE	19886
AMERICAN EXPRESS	PO BOX 0001		LOS ANGELES	CA	90096
PRINCIPAL FINANCIAL	PO BOX 10372		DES MOINES	IA	50306
SUDDENLINK	PO BOX 742529		CINCINNATI	OH	45274
FILE & SERVE XPRESS INC	PO BOX 844419		DALLAS	TX	72584
ALL 4 ONE ANSWERING SERVICE	5303 B MACCORKLE AVE SE		CHARLESTON	WV	25301
CHARLESTON NEWSPAPER	PO BOX 3142		CHARLESTON	WV	25330
D&M INC.	PO BOX 1639		SOPHIA	WV	25921
SOFTWARE COMPUTER GROUP INC	PO BOX 27		FRAZIERS BOTTOM	WV	25082
AFLAC	1932 WYNNTON ROAD		COLUMBUS	GA	31999
LEXIS NEXIS RISK DATA MANAGEMENT	PO BOX 7247-6157		PHILADELPHIA	PA	19170
IRA HORNE	519 GRAYS BRANCH ROAD		CEDAR BLUFF	VA	24609
MAVIS HORNE	519 GRAYS BRANCH ROAD		CEDAR BLUFF	VA	24609
LIANA R. WOODS	312 CALL ROAD		CHARLESTON	WV	25320
JOSHUA SAVAGE	P.O. BOX 420		CEDAR BLUFF	VA	24609
CLARENCE CHILDRESS	170 ALTIZER DRIVE		CEDAR BLUFF	VA	24609
MICHAEL R. REMLEY	P.O. BOX 1077		RUPERT	WV	25984
SHAWN BOYD	RT 1		CEDAR BLUFF	VA	24609
TERRI DYE	2010 SALMON RIVER DRIVE		MONROE	NC	28110
MYRON G. CORDLE C/O LENA MARTIN	4900 1/2 WASHINGTON WEST		CHARLESTON	WV	25313
LINDA HUBBARD	407 GRAYS BRANCH ROAD		CEDAR BLUFF	VA	24609

PAM ROBBINS	560 ROBINS NEST LANE		CEDAR BLUFF	VA	24609
CAROLYN HORNE	860 GRAYS BRANCH RD		CEDAR BLUFF	VA	24609
WILLIAM ERIC KIDD	900 NW 67TH TER		MARGATE	FL	33063
CARRIE HAMMOND	428 GRAYS BRANCH ROAD		CEDAR BLUFF	VA	24609
ELDEN JAMES HORNE	P.O. BOX 999		RAVEN	VA	24639
JONCE SAMUEL WRIGHT	RT 3		CEDAR BLUFF	VA	24609
WADE FERRELL	325 CLAYPOOL HILL MALL ROAD		CEDAR BLUFF	VA	24609
MICHAEL BOYD	RR 3		CEDAR BLUFF	VA	24609
CHARLES ROBINETTE	341 GRAYS BRANCH ROAD		CEDAR BLUFF	VA	24609
SANDRA S. BROCE	P.O. BOX 192		FALLS MILLS	VA	24613
JACK HAMM	125 ROSEBUD STREET		CEDAR BLUFF	VA	24609
MARK RATLIFF	120 HARMONY DRIVE		CEDAR BLUFF	VA	24609
RALPH HARMAN	700 GRAYS BRANCH		CEDAR BLUFF	VA	24609
JOSEPH HORNE	P.O. BOX 641		CEDAR BLUFF	VA	24609
TEDDY HORNE	P.O. BOX 154		POUNDING MILL	VA	24637
JAMES LESTER	1094 LAURELWOOD ACRES ROAD		CEDAR BLUFF	VA	24609
BEVERLY MCCORMICK	BOX 20		SOD	WV	25564
DENNIS CLEO MADDEN	213 17TH STREET		DUNBAR	WV	25064
WILLIE S. VIARS	1905 WHITMAN RD		WHITMAN	WV	25652
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Respectfully Submitted,

/s/ Danielle L. Dietrich

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